

# SAI CAPITAL LIMITED

Regd. Office: G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017  
(CIN: L74110DL1995PLC069787), E mail: cs@saicapital.co.in, Ph: 011-40234681  
Website: www.saicapital.co.in

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September 30, 2023

BSE Limited  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P J Towers, Security Code No.: 531931  
Dalal Street, Fort, Mumbai - 400001.

**Sub: Details of Voting Results along with Scrutinizer's Report of the 28<sup>th</sup> Annual General Meeting of M/s. Sai Capital Limited under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding voting results of the business transacted at the 28<sup>th</sup> Annual General Meeting ("AGM") of the Members of M/s. Sai Capital Limited ("the Company") held on Friday, 29<sup>th</sup> September, 2023 at 12:51 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") along with Scrutinizers Report on remote e-voting are enclosed in the prescribed format.

Kindly acknowledge and take on record.

Thanking You.

Your Faithfully,

For Sai Capital Limited,

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**Dr. Niraj Kumar Singh**  
**Chairman and Managing Director**

Encl: As above

# SAI CAPITAL LIMITED

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Website: www.saicapital.co.in

## Details of Voting Result

<b>Date of the AGM</b>	29 <sup>th</sup> September, 2023
<b>Total number of shareholders on record date / cut-off date i.e. 22.09.2023 for e-voting</b>	1553
<b>No. of Shareholders present in the meeting either in person or through Proxy: -</b> <ul style="list-style-type: none"><li>• Promoters and Promoter Group</li><li>• Public</li></ul>	Not Applicable Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”):-</b> <ul style="list-style-type: none"><li>• Promoters and Promoter Group</li><li>• Public</li></ul>	5 21

## AGENDA-WISE VOTING RESULTS

### In case of Remote e-voting at Annual General Meeting (“AGM”)

The mode of voting for all resolutions was remote e-voting.

<b>Item No.</b>	<b>Detail of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of voting (E-voting / Physical Ballot / Poll)</b>	<b>Remarks</b>
1	To receive, consider and adopt the Audited Standalone and Consolidated Annual Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2023 including the Balance Sheet as at 31 <sup>st</sup> March 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.	Ordinary	E-voting	The resolution was passed with requisite majority.
2	Appointment of Director in place of Mr. Ankur Rawat (DIN: 07682969), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting	The resolution was passed with requisite majority.

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3	Increase in the total Shareholding Limit of Foreign Investments by Non- Resident Indians (NRIs); Foreign Portfolio Investors (FPIs) and Foreign Institutional Investors (FIIs)	Special	E-voting	The resolution was passed with requisite majority.
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**Resolution (1)**

<b>Resolution required: (Ordinary/ Special)</b>				Ordinary				
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>				No				
<b>Description of resolution considered</b>				To receive, consider and adopt the Audited Standalone and Consolidated Annual Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2023 including the Balance Sheet as at 31 <sup>st</sup> March 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.				
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on vote polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	2122700	1796200	84.6186	1796200	0	100.0000	0.0000
	<b>Poll</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Postal Ballot (if applicable)</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>			<b>2122700</b>	<b>1796200</b>	<b>84.6186</b>	<b>1796200</b>	<b>0</b>
<b>Public - Institutions</b>	<b>E-Voting</b>	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Poll</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Postal Ballot (if applicable)</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>			<b>0</b>	<b>0</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public - Non Institutions</b>	<b>E-Voting</b>	756600	89903	11.8825	89876	27	99.9700	0.0300
	<b>Poll</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Postal Ballot (if applicable)</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>			<b>756600</b>	<b>89903</b>	<b>11.8825</b>	<b>89876</b>	<b>27</b>
<b>TOTAL</b>		<b>2879300</b>	<b>1886103</b>	<b>65.5056</b>	<b>1886076</b>	<b>27</b>	<b>99.9986</b>	<b>0.0014</b>
<b>Whether resolution is Pass or Not</b>							Yes	

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**Resolution (2)**

<b>Resolution required: (Ordinary/ Special)</b>				Ordinary				
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>				Yes*				
<b>Description of resolution considered</b>				Appointment of Director in place of Mr. Ankur Rawat (DIN: 07682969), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on vote polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	2122700	0	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>			<b>2122700</b>	<b>0</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public - Institutions</b>	E-Voting	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>			<b>0</b>	<b>0</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public - Non Institutions</b>	E-Voting	756600	89903	11.8825	89876	27	99.9700	0.0300
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>			<b>756600</b>	<b>89903</b>	<b>11.8825</b>	<b>89876</b>	<b>27</b>
<b>TOTAL</b>		<b>2879300</b>	<b>89903</b>	<b>3.1224</b>	<b>89876</b>	<b>27</b>	<b>99.9970</b>	<b>0.0300</b>
<b>Whether resolution is Pass or Not</b>							Yes	

\* The Promoters / Promoter Group are interested in this Resolution and, therefore, did not participate in voting on the Resolution.

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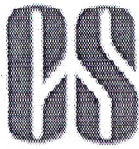
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**Resolution (3)**

<b>Resolution required: (Ordinary/ Special)</b>				<b>Special</b>				
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>				<b>No</b>				
<b>Description of resolution considered</b>				<b>Increase in the total Shareholding Limit of Foreign Investments by Non- Resident Indians (NRIs); Foreign Portfolio Investors (FPIs) and Foreign Institutional Investors (FIIs)</b>				
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held</b>	<b>No. of votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of votes - in favour</b>	<b>No. of votes - against</b>	<b>% of votes in favour on vote polled</b>	<b>% of votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	2122700	1796200	84.6186	1796200	0	100.0000	0.0000
	<b>Poll</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Postal Ballot (if applicable)</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>2122700</b>	<b>1796200</b>	<b>84.6186</b>	<b>1796200</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public - Institutions</b>	<b>E-Voting</b>	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Poll</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Postal Ballot (if applicable)</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public - Non Institutions</b>	<b>E-Voting</b>	756600	89903	11.8825	89876	27	99.9700	0.0300
	<b>Poll</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Postal Ballot (if applicable)</b>			N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>756600</b>	<b>89903</b>	<b>11.8825</b>	<b>89876</b>	<b>27</b>	<b>99.9700</b>	<b>0.0300</b>
<b>TOTAL</b>		<b>2879300</b>	<b>1886103</b>	<b>65.5056</b>	<b>1886076</b>	<b>27</b>	<b>99.9986</b>	<b>0.0014</b>
<b>Whether resolution is Pass or Not</b>							<b>Yes</b>	

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**CONSOLIDATED SCRUTINIZER'S REPORT**

(Section 108 of the Companies Act read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and any amendment thereof)

To  
The Chairman  
Sai Capital Limited  
G-25, Ground Floor, Rasvilas Salcon,  
D-1, Saket District Centre, Saket,  
New Delhi – 110017

Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the Twenty Eighth (28<sup>th</sup>) Annual General Meeting ("AGM") pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Dear Sir,

I, Rashmi Sahni, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of M/s. Sai Capital Limited ("the Company") for the purpose of scrutinizing the process of voting through remote e-voting as well as e-voting by the members at the Twenty Eighth Annual General Meeting (28<sup>th</sup>) ("the Meeting"/"AGM") of the Company held on Friday, September 29, 2023 at 12:51 P.M. through video conferencing ("VC)/Other Audio Visual Means ("OAVM") on resolutions contained in the Notice dated September 01, 2023.

**Management's Responsibility**

The management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the rules made thereunder; (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR"); and (iii) Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 20/2020 dated May 05, 2020 Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022 and circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circular"), relating to AGM through Video Conferencing/Other Audio Visual Means and e-voting on the resolutions contained in the Notice calling the AGM.

**Scrutinizer's Responsibility**

My responsibility as Scrutinizer for e-voting process is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL") for the AGM conducted in a fair and transparent manner.



**Cut-off date**

The Equity Shareholders of the Company as on the "cut-off" date, i.e., Friday, September 22, 2023 were entitled to vote on the resolutions (item nos. 1 to 3 as set out in the Notice calling the AGM).

**Remote e-voting process: -**

1. The remote e-voting period remained open from Tuesday, September 26, 2023 (9:00 a.m.) (IST) to Thursday, September 28, 2023 (5:00 p.m.) (IST). The Shareholders who had not casted their votes during the remote e-voting period were also provided facility of e-voting during the AGM.
2. The votes casted were unblocked on Friday, September 29, 2023 in the presence of two witnesses Ms. Sonali Saini and Ms. Ritu Mahajan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

a. Name: Ms. Sonali Saini

  
Signature:

b. Name Ms. Ritu Mahajan

  
Signature:

3. Thereafter, the details containing, inter alia, the list of Equity Shareholders, who voted "for" or "against" each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://www.evoting.nsdl.com/>

**Consolidated Voting Results:**

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the NSDL, remote e-voting platform and the e-voting during the AGM held through VC.

Based on the result downloaded, following no. of valid votes were observed:

- a) 58 members have validly casted their vote for item no.1 & 3 through remote e-voting offered.
- b) 53 members have validly casted their vote for item no. 2 through remote e-voting offered.
- c) 1 member has validly casted his vote for item no. 1 to 3 during the AGM through e-voting.

I hereby enclose the Consolidated Voting Results pursuant to Rule (20)(4)(xii) of the Companies (Management & Administration) Rules, 2014 as amended on all the resolutions contained in the notice to aforesaid AGM.

All relevant records shall be handed over to the Chairman/Company Secretary of the Company for safe keeping.

Thanking You,

Yours Faithfully,



Rashmi Saini  
Company Secretary in Practice  
ACS: 25681  
COP: 10493  
PRC NO.: 1614/2021

Date: 30<sup>th</sup> September, 2023

Place: Delhi

UDIN: A025681E001137871





## CONSOLIDATED VOTING RESULTS

Item No.	1
Subject Matter of Resolution	Receive, consider and adopt the Audited Standalone and Consolidated Annual Financial Statements of the Company for the financial year ended 31st March 2023 including the Balance Sheet as at 31st March 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
Type of Resolution	Ordinary

Particulars	Remote E-Voting		E-voting at AGM		Total		Percentage %
	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	
Assent/ For/ Favour	41	1886076	0	0	41	1886076	99.9986
Dissent/ Against	17	26	1	1	18	27	0.0014
Total	58	1886102	1	1	59	1886103	100.0000

Invalid Votes	0	0
Abstained Votes	0	0

Item No.	2
Subject Matter of Resolution*	Appointment of Director in place of Mr. Ankur Rawat (DIN: 07682969), who retires by rotation and being eligible, offers himself for re-appointment.
Type of Resolution	Ordinary

Particulars	Remote E-Voting		E-voting at AGM		Total		Percentage %
	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	
Assent/ For/ Favour	36	89876	0	0	36	89876	99.9700
Dissent/ Against	17	26	1	1	18	27	0.0300
Total	53	89902	1	1	54	89903	100.0000



Invalid Votes	0	0
Abstained Votes	0	0

\* The Promoters / Promoter Group are interested in this resolution and, therefore, did not participate in voting on the resolution.

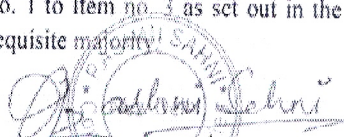
Item No.	3
Subject Matter of Resolution	Increase in the total Shareholding Limit of Foreign Investments by Non- Resident Indians (NRIs); Foreign Portfolio Investors (FPIs) and Foreign Institutional Investors (FIIs), up to an aggregate limit of 24% of the paid-up equity share capital of the Company.
Type of Resolution	Special

Particulars	Remote E-Voting		E-voting at AGM		Total		Percentage %
	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	
Assent/ For/ Favour	41	1886076	0	0	41	1886076	99.9986
Dissent/ Against	17	26	1	1	18	27	0.0014
Total	58	1886102	1	1	59	1886103	100.0000

Invalid Votes	0	0
Abstained Votes	0	0

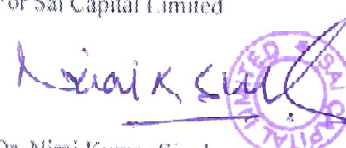
#### Summary of Votes Cast

Based on the aforesaid results, as the number of votes cast in favour of the resolutions was more than the number of votes cast against, I report that the Ordinary Resolutions/ Special Resolution with regard to Item no. 1 to Item no. 3 as set out in the Notice of the AGM dated September 1, 2023 have been passed with requisite majority.

  
 Radhika Sehni  
 Company Secretary in Practice  
 ACS: 25681  
 COP: 10493  
 PRC NO.: 1614/2021

Date: 30<sup>th</sup> September, 2023  
 Place: Delhi  
 UDIN:A025681E001137871

Countersigned by:  
 For Sai Capital Limited

  
 Dr. Niraj Kumar Singh  
 Chairman & Managing Director  
 DIN: 00233396